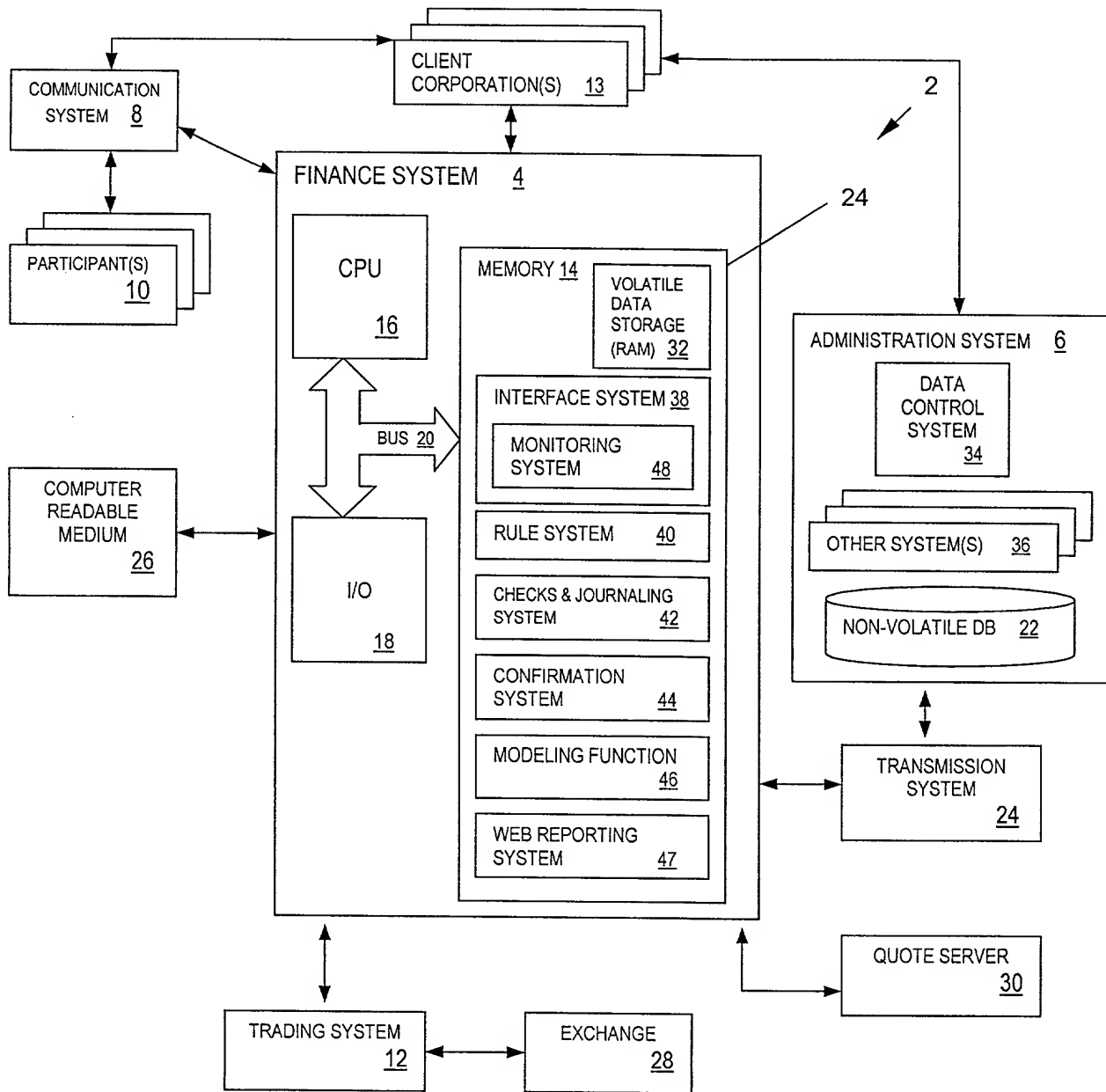


FIG. 1



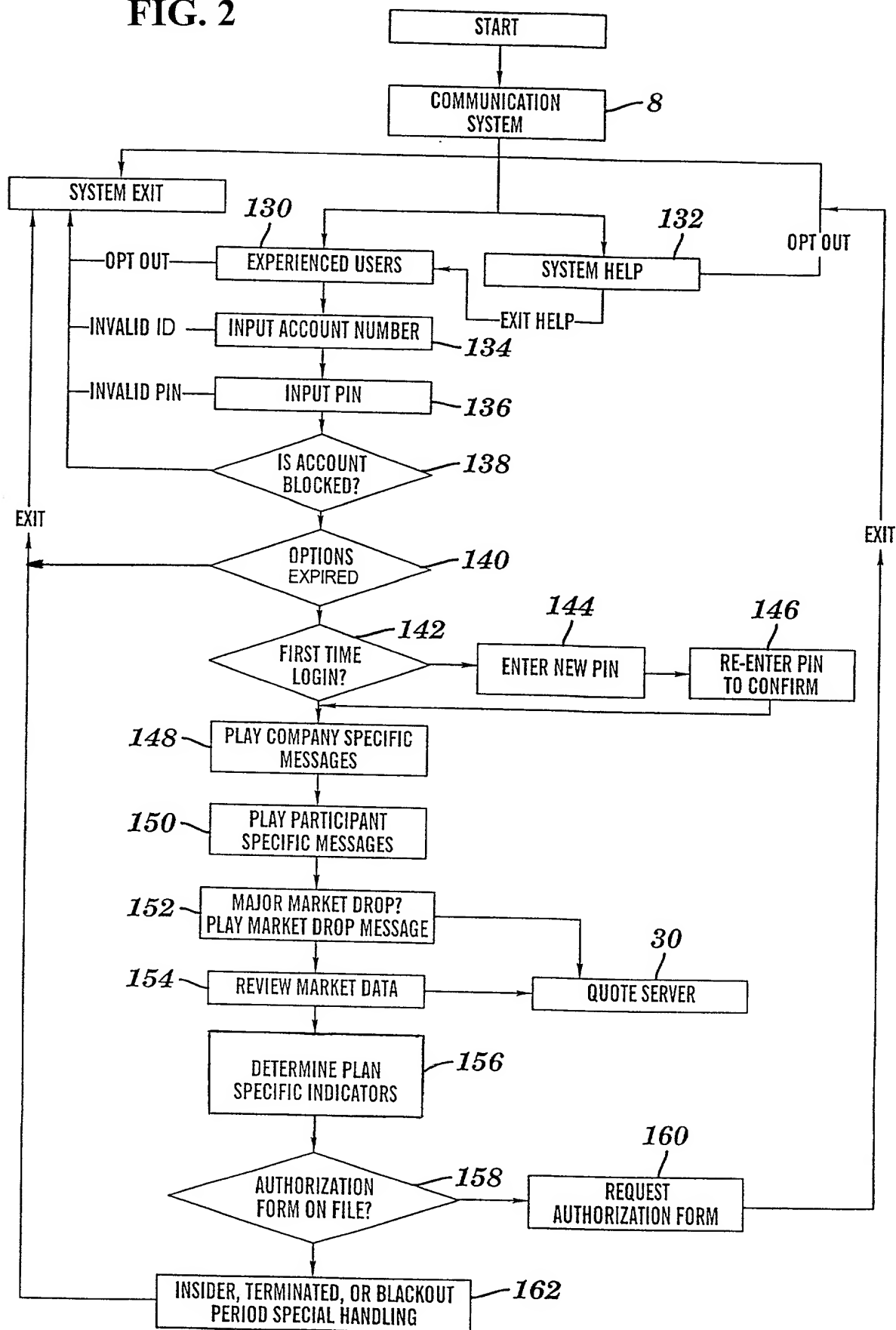
[illegible]

FIG. 3

XYZ
INCORPORATED

[Help](#) [Forms/Info](#)

Welcome to UBS PaineWebber

Please enter your Social Security Number or Employee ID, and your Personal Identification Number (PIN). Once you have entered these two items, click on the Submit button to access your menu of available Services. If you make a mistake and would like to clear both the SSN/Employee ID and PIN fields, click on the Reset button.

If your company has issued you an Employee ID, enter that here. Otherwise, enter your Social Security Number.

SSN/Employee ID:

PIN:

If you are not currently enrolled in your company's stock plan and would like an ID and Password to make a contribution election, click [HERE](#).

If you have forgotten your PIN and would like to request a new one, click [HERE](#).

FIG. 4

| CORPORATE EMPLOYEE FINANCE SERVICES | | | |
|-------------------------------------|-------------------|---------------|-------------|
| HOME | GRANT INFORMATION | TRADE SUMMARY | ORDER ENTRY |
| QUOTE | STATEMENTS | FORMS | HELP |
| | | | LOG OUT |

CURRENT QUOTE

163 → PRESENTLY, XXXXXXXXXX STOCK IS TRADING AT THE NEW YORK STOCK EXCHANGE AT 31.5, DOWN -1.4375. THE DOW JONES INDUSTRIAL AVERAGE IS CURRENTLY AT 8192.48, UP + 500.32. WARNING!! MARKET SHIFT!

OPTIONEE INFORMATION

| | |
|----------------|--|
| SSN/ID: | 0017851 |
| LAST NAME: | WOODBIDGE, JR |
| FIRST NAME: | JOHN M |
| ADDRESS: | 1705 OCEAN PARKWAY NEW YORK, NY 10003 |
| WORK PHONE: | 2124685555 |
| HOME PHONE: | 2124458888 |
| PW ACCOUNT NO: | FN30898 |
| FORM ON FILE: | YES |

[CHANGE PHONE NUMBERS](#)

[ONLINE FORMS](#)

FIG. 5

| | | | | | |
|-------------------------------------|-------------------|---------------|-------------|---------|--|
| CORPORATE EMPLOYEE FINANCE SERVICES | | | | | |
| HOME | GRANT INFORMATION | TRADE SUMMARY | ORDER ENTRY | | |
| QUOTE | STATEMENTS | FORMS | HELP | LOG OUT | |

ACCOUNT AUTHORIZATION FORMS

| | |
|--|------------------|
| AUTHORIZATION FORM | |
| INTERNATIONAL ACCOUNT AUTHORIZATION FORM | <u>AVAILABLE</u> |
| ACCOUNT AUTHORIZATION FORM | <u>AVAILABLE</u> |

| HOME | GRANT INFORMATION | TRADE SUMMARY | ORDER ENTRY | QUOTE | STATEMENTS | FORMS | HELP | LOG OUT |

FIG. 6

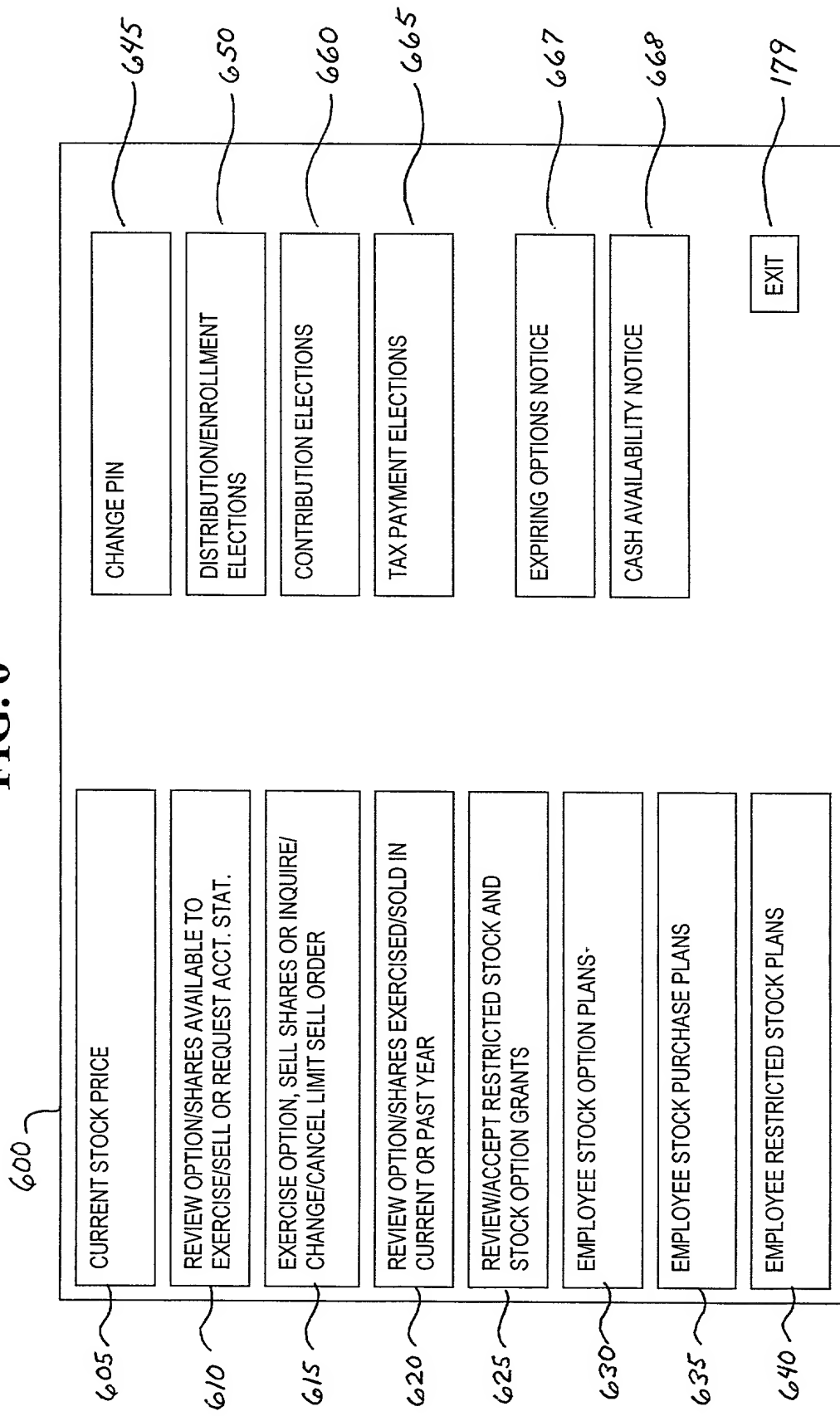


FIG. 7A

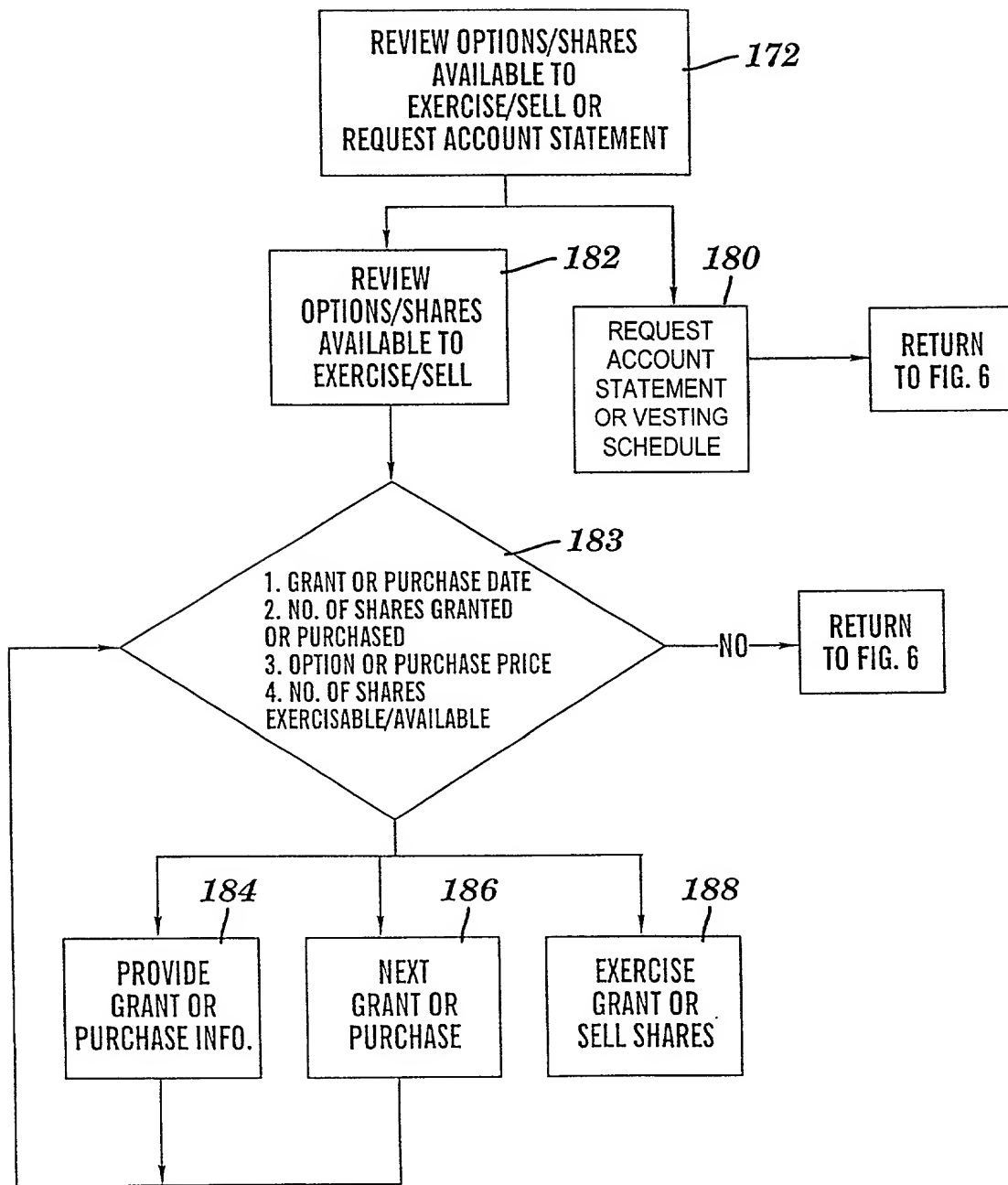


FIG. 7B

JOHN M WOODBRIDGE, JR
1705 OCEAN PARKWAY
NEW YORK, NY 10003

EXERCISE GRANT

OPTIONEE STATEMENT

| OPTION NUMBER | OPTION DATE | OPT. TYPE | OPTION PRICE | OPTIONS GRANTED | OPTIONS VESTED | OPTIONS EXERCISED | TRADING PENDING EXECUTION | CURRENT OPTIONS EXERCISABLE | OPTIONS UNVESTED | OPTIONS CANCELLED | OPTIONS OUTSTAND. |
|------------------|----------------|--------------|-----------------|--------------------|-------------------|----------------------|---------------------------------|-----------------------------------|---------------------|----------------------|----------------------|
| N01541 | 01/26/1990 | NQ | \$8.31 | 40,000 | 40,000 | 24,000 | 200 | 16,000 | 0 | 0 | 14,000 |
| N01514 | 01/24/1991 | NQ | \$9.4 | 36,000 | 36,000 | 0 | 300 | 34,000 | 0 | 0 | 30,000 |
| N02178 | 01/23/1992 | NQ | \$8.95 | 36,000 | 36,000 | 0 | 300 | 36,000 | 0 | 0 | 36,000 |
| N03153 | 04/15/1993 | NQ | \$13.69 | 44,000 | 44,000 | 0 | 300 | 44,000 | 0 | 0 | 44,000 |
| N04034 | 01/25/1995 | NQ | \$17.65 | 33,000 | 33,000 | 0 | 300 | 32,000 | 0 | 0 | 32,000 |
| N03214 | 01/17/1994 | NQ | \$17.82 | 33,000 | 33,000 | 0 | 300 | 12,000 | 0 | 0 | 32,000 |
| N03215 | 01/26/1994 | NQ | \$23.94 | 20,000 | 0 | 0 | 300 | 0 | 20,000 | 0 | 20,000 |
| N03739 | 01/15/1997 | NQ | \$33.25 | 18,000 | 0 | 0 | 300 | 0 | 14,000 | 0 | 16,000 |
| TOTAL: | | | | 254,000 | 228,000 | | 300 | 196,000 | 34,000 | | 232,000 |

184

DATA SHOWN ON THIS STATEMENT IS BASED ON INFORMATION MAINTAINED IN THE COMPANY'S STOCK OPTION RECORDS. THE COMPANY RESERVES THE RIGHT TO MAKE CORRECTIONS TO THIS DATA. ALL AWARDS ON THIS STATEMENT ARE SUBJECT TO THE TERMS OF THE GRANTS OF SUCH AWARDS AND THE PLAN UNDER WHICH THE GRANTS WERE MADE.

185

| Grant Information | | | | | | | | | |
|-------------------|------------|----------------|-------------|---------------|------------------------|-----------------|---------------------------|--|--|
| Grant Number | Grant Date | Shares Granted | Grant Price | Vested Shares | Unvested Shares/Shares | Canceled Shares | Shares Available for Sale | | |
| RS10000 | 04/01/2000 | 5000 | \$0.25 | 1250 | 2500 | 0 | 1000 | | |

| Vested shares | | | | | | | | | |
|---------------|--------|------------------|---|---------------------|------------------------|-----------------------------|------------------------|--|--|
| Vest Date | Shares | Shares Cancelled | Shares & Disposition Detail | Shares Pending Sale | Shares Avail. for Sale | Date Shares Avail. for Sale | Vesting Confirm Report | | |
| 04/01/2000 | 625 | 0 | 125 HLD 175 EITX 225 TFO 100 SLD | 100 | 600 | 04/01/2000 | Self | | |
| 04/01/2000 | 625 | 0 | 125 HLD 600 SLD | 500 | 500 | 04/01/2001 | Self | | |
| Totals: | 1250 | 0 | | 600 | 1000 | | | | |

| Unvested shares | | | | | | | | | |
|-----------------|--------|------------------|-----------------------------|--|--|--|--|--|--|
| Vest Date | Shares | Shares Cancelled | Date Shares Avail. for Sale | | | | | | |
| 04/01/2001 | 625 | 0 | 04/01/2002 | | | | | | |
| 04/01/2002 | 625 | 0 | 04/01/2003 | | | | | | |
| 04/01/2003 | 625 | 0 | 04/01/2004 | | | | | | |
| 04/01/2004 | 625 | 0 | 04/01/2005 | | | | | | |
| Totals: | 2500 | 0 | | | | | | | |

FIG. 7C

FIG. 8

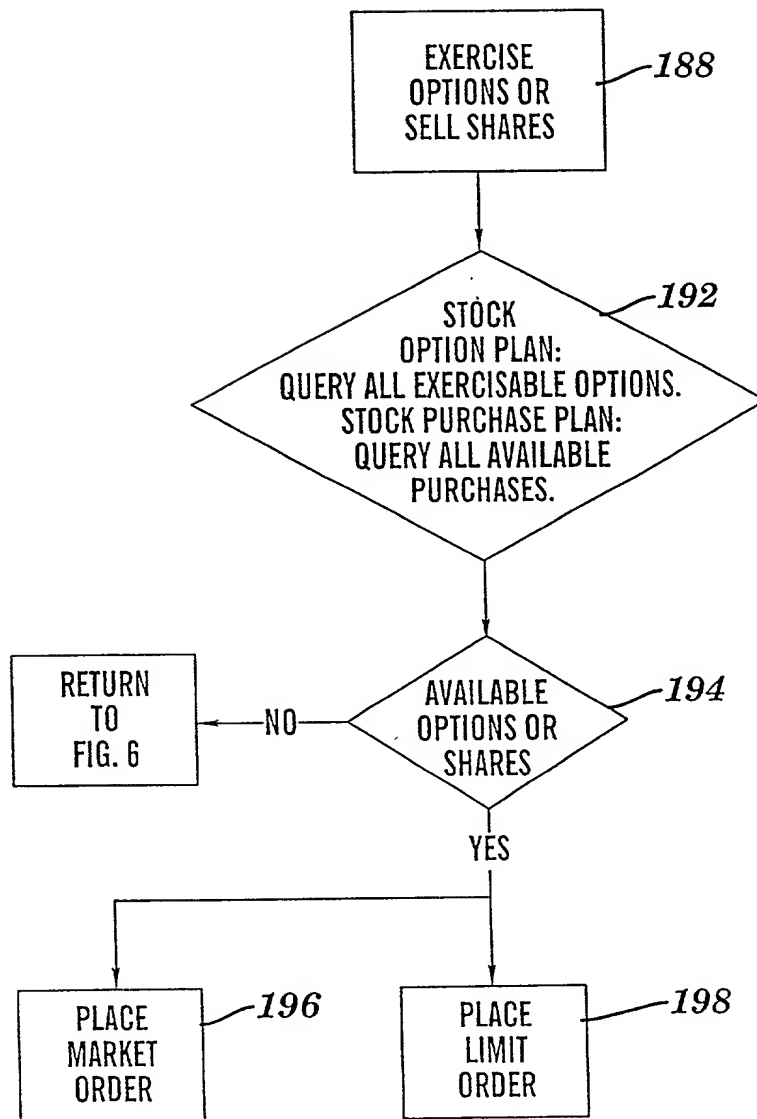
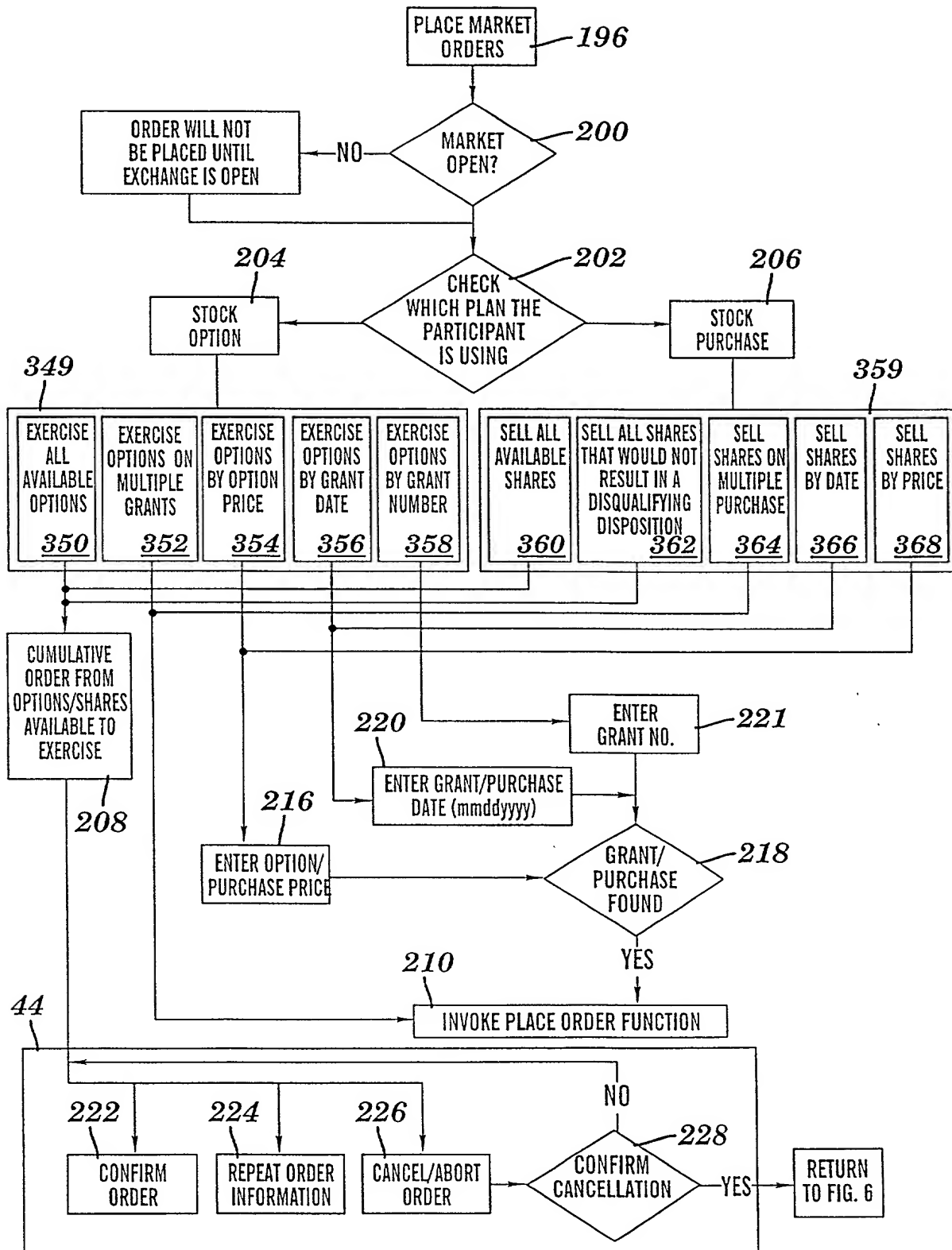


FIG. 9



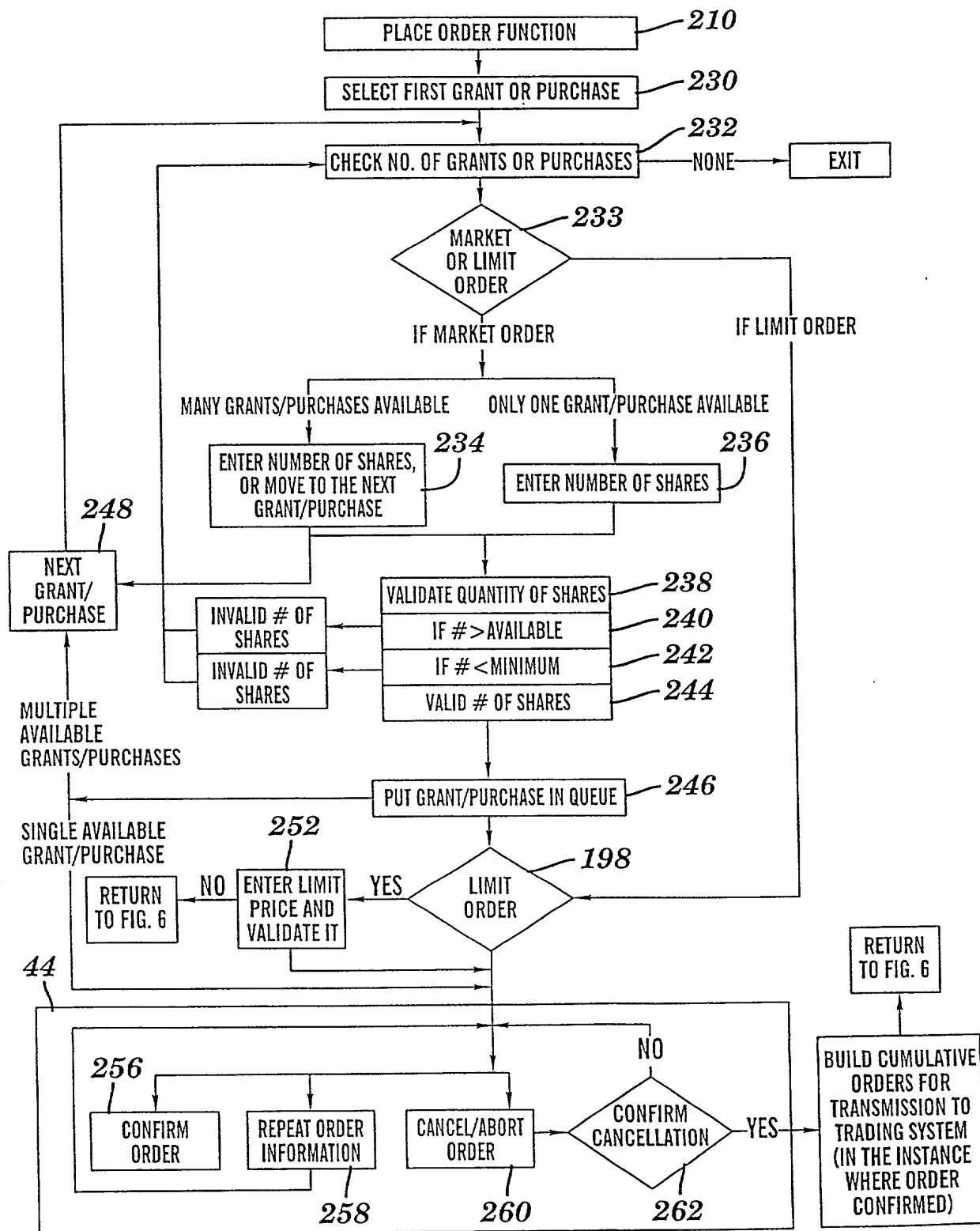
[illegible]

FIG. 11

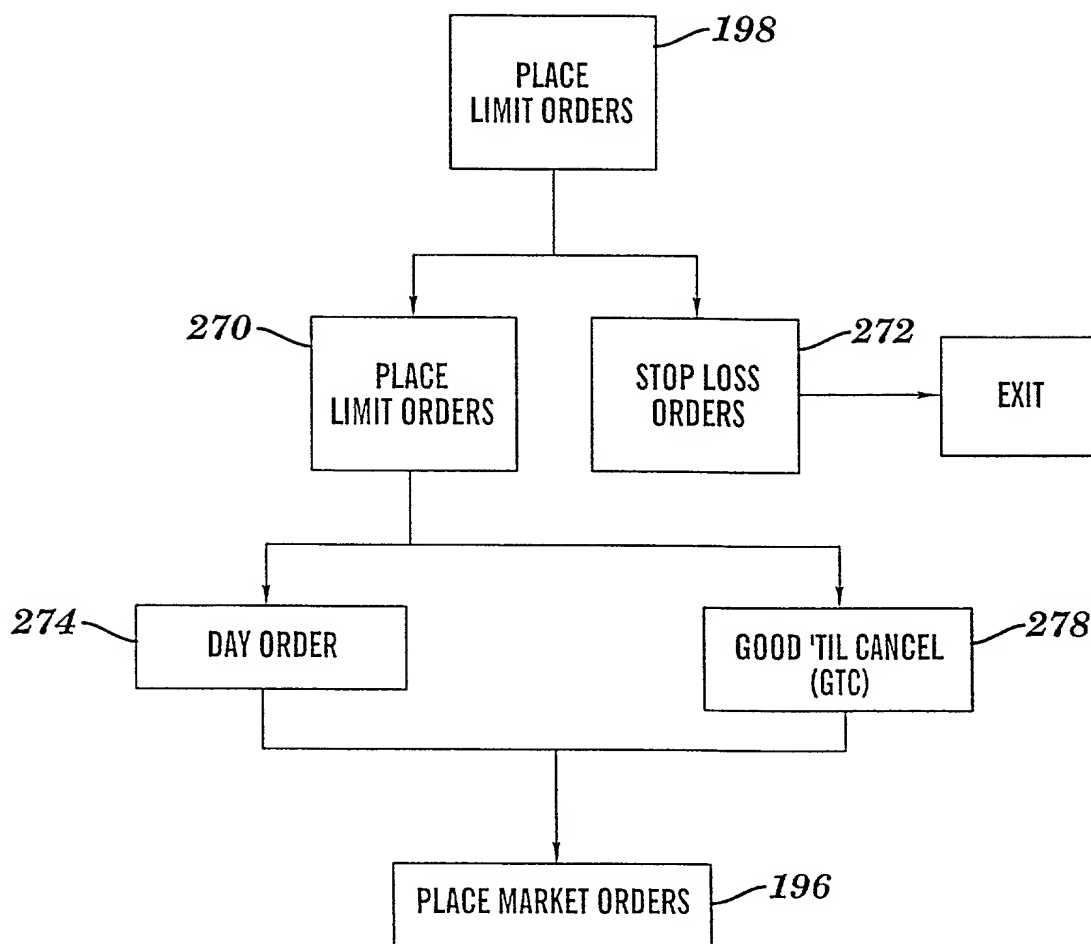


FIG. 12

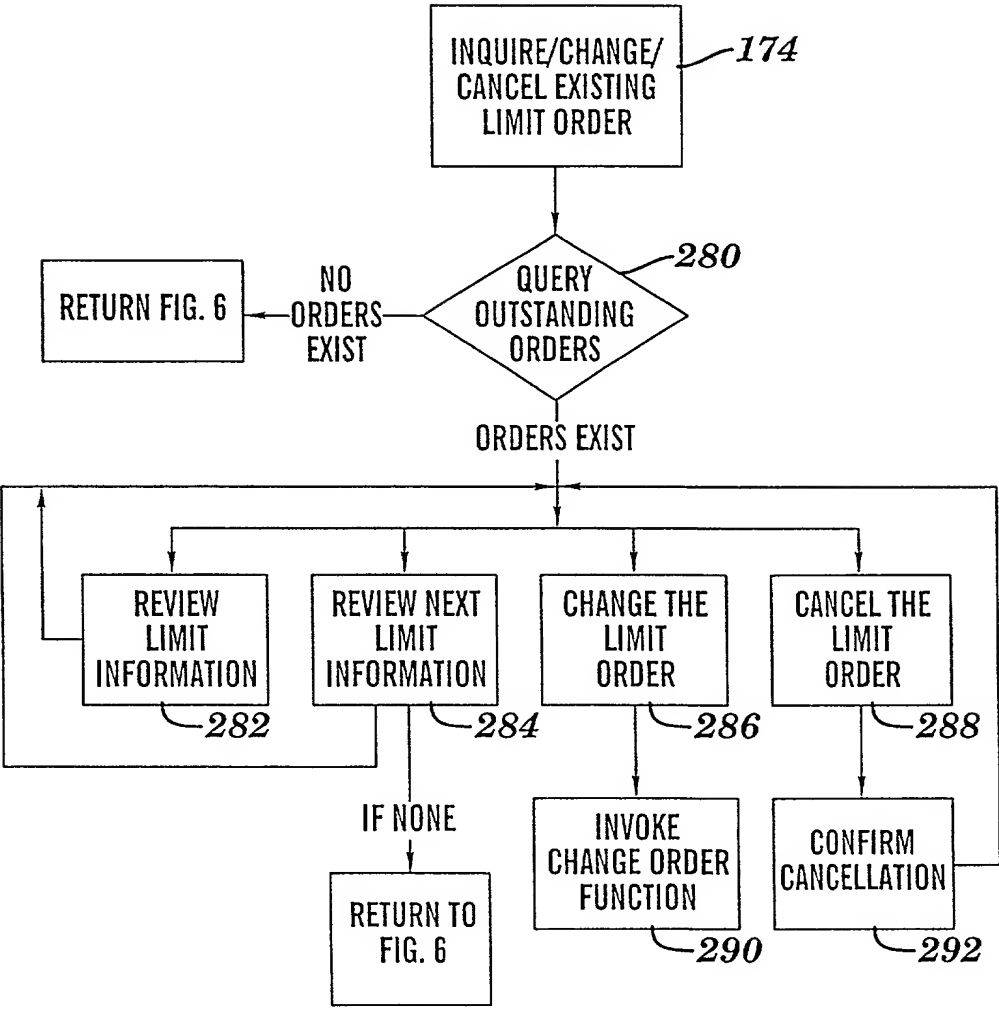


FIG. 13

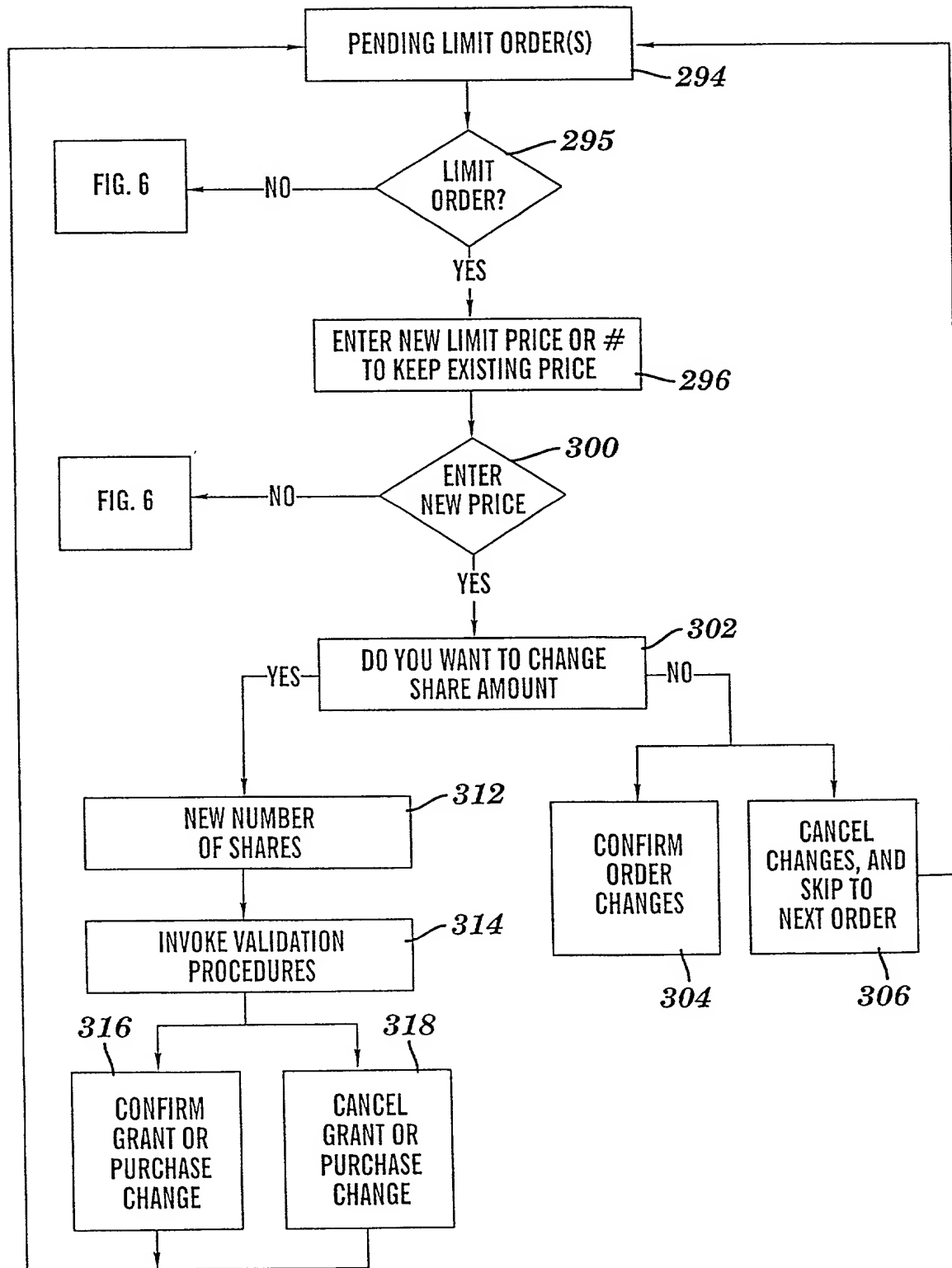


FIG. 14

CORPORATE EMPLOYEE FINANCE SERVICES

ORDER ENTRY 372 374 376 378 380

381

370

383

385

387

389

SAME DAY SALE

SELL TO COVER

SELL TO RAISE SHARES

SELL TO RAISE CASH

CASHLESS

| GRANT NUMBER | GRANT DATE | OPTION PRICE | EXERCISABLE SHARES | SHARES TO BE SOLD |
|--|---------------|-----------------|-----------------------|----------------------|
| N01541 <input checked="" type="checkbox"/> | 01/26/1990 | \$8.21 | 15,300 | 200 |
| N01814 <input type="checkbox"/> | 01/24/1991 | \$9.4 | 36,000 | |
| N02178 <input type="checkbox"/> | 01/23/1992 | \$8.75 | 36,000 | |
| N00022 <input type="checkbox"/> | 04/15/1993 | \$13.69 | 44,000 | |
| N02553 <input type="checkbox"/> | 01/27/1994 | \$17.66 | 32,000 | |
| N04936 <input type="checkbox"/> | 01/25/1995 | \$17.82 | 32,000 | |
| TOTAL QUANTITY: | | | 195,300 | |

382 ORDER TYPE: LIMIT ▼

386 DURATION: GTC ▼

388 PROCEEDS: ACCOUNT ▼

390 REVIEW ORDER CLEAR ORDER

PRICE: 75

FIG. 15

400

CORPORATE EMPLOYEE FINANCE SERVICES

REVIEW ORDER

PLEASE CONFIRM THE FOLLOWING ORDER:

402
LIMIT GTC ORDER
AT A LIMIT PRICE OF 60
TO SELL

200 SHARES FROM NO1541 GRANT,
GRANTED ON 01/26/1990,
FOR AN OPTION PRICE OF 8.21

404

SUBMIT ORDER

REJECT

HOME

GRANT INFORMATION

TRADE SUMMARY

ORDER ENTRY

QUOTE

STATEMENTS

FORMS

HELP

LOG OUT

FIG. 16

CORPORATE EMPLOYEE FINANCE SERVICES

CANCEL ORDER

YOU ARE CANCELING FN5043 ORDER WITH OPEN QUANTITY 200 SHARES, WHICH WAS PLACED 02/06/1998 AT 10:19:58 AS GTC WITH PRICE \$75 PER SHARE. LIMIT PRICE FOR THIS ORDER IS \$75 PER SHARE AND THE GTC EXPIRATION DATE IS 03/06/1998.

PLEASE CHOOSE ONE FROM THE FOLLOWING OPTIONS:

☒ FULL CANCEL

☐ CANCEL REPLACE

NEW PRICE: \$

NOTE: IF YOU CHOOSE "CANCEL REPLACE" OPERATION, PLEASE MAKE SURE TO SPECIFY THE NEW PRICE.

INITIATE CANCELLATION **RESET**

HOME | **GRANT INFORMATION** | **TRADE SUMMARY** | **ORDER ENTRY** | **QUOTE** | **STATEMENTS** | **FORMS** | **HELP** | **LOG OUT**

FIG. 16

FIG. 17

CORPORATE EMPLOYEE FINANCE SERVICES

GRANT INFORMATION (DETAILED)

| GRANT NUMBER | GRANT DATE | GRANT PRICE | OPTION TYPE | OPTIONS GRANTED | OPTIONS EXERCISED | OPTIONS EXERCISABLE |
|--------------|------------|-------------|-------------|-----------------|-------------------|---------------------|
| 100145 | 01/23/1986 | \$8.92 | ISO | 12,008 | 12,000 | 0 |

| EXERCISE DATE | OPTION PRICE | SHARES EXERCISED | SALES PRICE | COMMISSIONS | OPTION COST | COST OF GRANT |
|---------------|--------------|------------------|-------------|-------------|-------------|---------------|
| 12/09/1992 | \$8.92 | 7,200 | 0 | 0 | | \$64,224 |
| 09/02/1987 | \$8.92 | 4,800 | 0 | 0 | | \$42,896 |

ELECTIONS

MY PROFILE

| HOME | GRANT INFORMATION | TRADE SUMMARY | ORDER ENTRY | QUOTE | STATEMENTS | FORMS | HELP | LOG OUT |

420

FIG. 18

424

| CORPORATE EMPLOYEE FINANCE SERVICES | | | | | | | |
|-------------------------------------|-----------------|------------|----------|--------|------------|-------|----------------|
| TRADE SUMMARY | | | | | | | |
| CANCEL ORDER | SEQUENCE NUMBER | ENTRY DATE | QUANTITY | STATUS | ORDER TYPE | PRICE | EXECUTION DATE |
| <u>CANCEL</u> | <u>FA5043</u> | 02/06/1998 | 200 | OPN | GTC | \$55 | N/A |
| | <u>FA5042</u> | 02/05/1998 | 200 | EXE | GTC | \$60 | 02/05/1998 |
| | <u>FA5041</u> | 02/05/1998 | 100 | EXE | MKT | \$10 | 02/05/1998 |
| | <u>FA5030</u> | 02/04/1998 | 100 | PCXL | DAY | N/A | N/A |
| | <u>FA5029</u> | 02/04/1998 | 100 | EXE | DAY | \$56 | 02/04/1998 |

ELECTIONS MY PROFILE

| HOME | GRANT INFORMATION | TRADE SUMMARY | ORDER ENTRY | QUOTE | STATEMENTS | FORMS | HELP | LOG OUT |

FIG. 19

CORPORATE EMPLOYEE FINANCE SERVICES

TRADE SUMMARY (DETAILED)

| SEQUENCE NUMBER | DATE | TIME | STATUS | ORDER TYPE | OPEN QUANTITY | PRICE | CUMULATIVE EXECUTED |
|--------------------|------------|----------|--------|---------------|------------------|-------|------------------------|
| FA5042 | 02/05/1998 | 15:10:07 | EXE | GTC | 200 | 60 | 0 |
| | 02/05/1998 | 15:11:19 | EXE | GTC | 0 | 60 | 200 |

ELECTIONS

MY PROFILE

HOME

GRANT INFORMATION

TRADE SUMMARY

ORDER ENTRY

QUOTE

STATEMENTS

FORMS

HELP

LOG OUT

426

FIG. 19 is a screenshot of a computer screen displaying a corporate employee finance services interface. The interface includes a header section, a trade summary table, and a navigation menu. The trade summary table shows two rows of trade data for sequence number FA5042 on 02/05/1998. The first row shows a trade at 15:10:07 with a status of EXE, order type of GTC, open quantity of 200, price of 60, and cumulative executed of 0. The second row shows a trade at 15:11:19 with a status of EXE, order type of GTC, open quantity of 0, price of 60, and cumulative executed of 200. The navigation menu includes links for HOME, GRANT INFORMATION, TRADE SUMMARY, ORDER ENTRY, QUOTE, STATEMENTS, FORMS, HELP, and LOG OUT. The label 426 points to the first row of the trade summary table.

FIG. 20

430 →

CORPORATE EMPLOYEE FINANCE SERVICES

ORDER CONFIRMATION

PLEASE RECORD THE FOLLOWING INFORMATION ABOUT YOUR ORDER:

YOUR ORDER HAS BEEN SENT TO THE EXCHANGE.
THE ORDER REFERENCE NUMBER IS FA5044.
PLEASE RECORD THIS NUMBER FOR THE FUTURE REFERENCE.

[ELECTIONS](#) [MY PROFILE](#) [CHECK STATUS](#)

| [HOME](#) | [GRANT INFORMATION](#) | [TRADE SUMMARY](#) | [ORDER ENTRY](#) | [QUOTE](#) | [STATEMENTS](#) | [FORMS](#) | [HELP](#) | [LOG OUT](#) |

FIG. 21

432

CORPORATE EMPLOYEE FINANCE SERVICES

CANCEL ORDER CONFIRMATION

PLEASE CONFIRM THE FOLLOWING INFORMATION:

YOU WISH TO PERFORM FULL CANCELATION OPERATION TO THE GTC ORDER
FN5043 WHICH WAS PLACED 02/06/1998 AT 10:19:58 WITH QUANTITY OF
200 SHARES AND PRICE \$75 PER SHARE. LIMIT PRICE FOR THIS ORDER IS
\$75. THIS ORDER EXPIRES 03/06/1998.

IF YOU ARE AGREE WITH ABOVE INFORMATION, PLEASE PRESS CONFIRM BUTTON.
YOU MAY PRESS BACK BUTTON ON THE TOP OF YOUR BROWSER AND AVOID THIS EXECUTION.

CONFIRM

CANCEL

ELECTIONS

MY PROFILE

434

436

| [HOME](#) | [GRANT INFORMATION](#) | [TRADE SUMMARY](#) | [ORDER ENTRY](#) | [QUOTE](#) | [STATEMENTS](#) | [FORMS](#) | [HELP](#) | [LOG OUT](#) |

FIG. 22

CORPORATE EMPLOYEE FINANCE SERVICES

CANCEL ORDER CONFIRMATION

YOUR REQUEST WAS PERFORMED SUCCESSFULLY.
ORDER FN5043 WAS SENT FOR CANCELLATION.
PLEASE REFLECT IT IN YOUR RECORDS.

ELECTIONS MY PROFILE

| HOME | GRANT INFORMATION | TRADE SUMMARY | ORDER ENTRY | QUOTE | STATEMENTS | FORMS | HELP | LOG OUT |

440 →

FIG. 23

XXXXXXXXXXXX

CORPORATE EMPLOYEE FINANCE SERVICES ELECTIONS

| | | | |
|-------------|--------------------------|----------------------|--------------------|
| <u>HOME</u> | <u>GRANT INFORMATION</u> | <u>TRADE SUMMARY</u> | <u>ORDER ENTRY</u> |
| QUOTE | STATEMENTS | FORMS | HELP |
| | | | LOG OUT |

UPDATING OPTIONEE INFORMATION

SSN/ID: 0017851
LAST NAME: WOODBRIDGE, JR
FIRST NAME: JOHN M
ADDRESS: 1705 OCEAN PARKWAY
NEW YORK, NY 10003

WORK PHONE: 2124685558
HOME PHONE: 2124458886
PW ACCOUNT NO: FN30898
FORM ON FILE: YES

SUBMIT CHANGES **RESET**

| HOME | GRANT INFORMATION | TRADE SUMMARY | ORDER ENTRY | QUOTE | STATEMENTS | FORMS | HELP | LOG OUT |

450

FIG. 23

FIG. 24

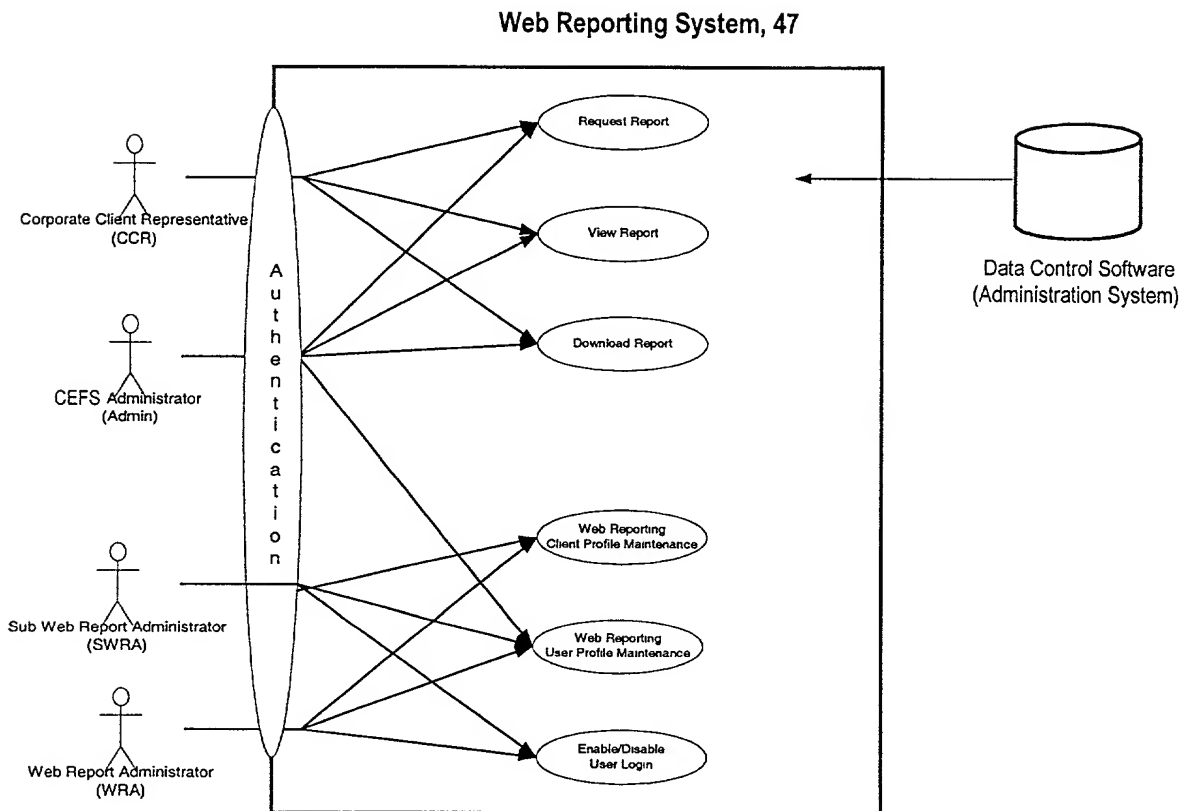


FIG. 25

PaineWebber Web Reporting Home | Logout | Site Map | Contact Us | Help

[Run Reports](#) | [Finished Reports](#) | [Report Queue](#) | [Change My Password](#) | [Reset User Password](#)

[Home](#) | [Weekly](#) | [Monthly](#) | [Quarterly](#) | [Annual](#) | [Administration](#) | [Payroll](#) | [Options](#) | [Financials](#)

intel. Close | Delete | Save | Cancel

- Grants Outstanding
- Grants Exercised
- Options Dilution

Grants Outstanding:

Please provide the following info in order to run the selected report template:

1. Filters (Multiple Selection Allowed):

| |
|----------------------|
| Default (No Filters) |
| Plan |
| Exercise Date |
| Exercise Type |
| Grant Type |
| Creation Date |
| Cancellation Date |
| Cancellation Reason |
| Repurchase Date |
| Optionee ID |
| As Of Date |
| Officer Code |

2. Sorts (Multiple Selection Allowed):

| |
|---------------------|
| Default (No Sorts) |
| Name |
| Plan |
| Grant Type |
| Exercise Date |
| Exercise Type |
| Totals Only |
| Cancellation Date |
| Cancellation Reason |
| Repurchase Date |

3. Email Notification: Yes

Submit Cancel

NO (Report-level e-mail notification may not be provided in Release 1)

FIG. 26

International Wire (Intranet)

PaineWebber - Bank International Wire Request Form

Instructions: PaineWebber recommends you contact your bank or financial institution to verify instructions for your wire. Section 1 and 3 are required for all wires. Please complete Section 4 if applicable.

Fields with (*) next to them are not required.

SECTION 1: OPTIONAL INFORMATION (REQUIRED)

Name: EVELIO AQUINO
Address: C.MALDONADO 114
FRA/C. JESUS TERAN
AGUASCALIENTES, AGS., AG 20290 MEXICO
Account Number: 0011470

Home Phone: Work Phone: Fax:

SECTION 2: INTERNATIONAL WIRE INSTRUCTIONS (REQUIRED)

Please complete either item A or B below, depending on the type of currency transfer desired.

A. INTERNATIONAL CURRENCY BUYS/CONVERSIONS - Fee Waived (For local currency sent to non-U.S. banks only)

Exchange from U.S. Dollars to:

Currency: US Dollars

Destination Country of Receiving Bank: United States

Your Bank's SWIFT Number:

If your currency is one the following:

Australian Dollars (BSB Code 6-Digit Code)

B. INTERNATIONAL WIRE TRANSFER - \$25.00 Fee (U.S. Currency sent to non - U.S. banks)

U.S. Clearing/Bank's ABA Number:

U.S. Clearing/Correspondent Bank Name:

Your local bank's account number at U.S. Clearing Bank:

SECTION 3: YOUR BANK ACCOUNT INFORMATION (REQUIRED)

Name of Your Bank:

Your Bank's Address:

Country:

Your Bank's Phone #:

Your Name as it Appears on the Account:

Your Account Number:

SECTION 4: FOR FURTHER CREDIT INSTRUCTIONS

For further credit for:

Your Name as it Appears on the Account:

Financial Institution:

Account Number:

For further credit for:

Your Name as it Appears on the Account:

Financial Institution:

Account Number:

SECTION 5: Comments

Please, enter any comments are that required.

Last Updated By: rpalilla

Date: 09/01/2000

Save As Current

Submit Cancel

FIG. 27

PaineWebber's Stock Options Financing - Microsoft Internet Explorer

PaineWebber
Corporate Stock Benefit Services

Home Participant Info Company Info Other Functions Nav Help Logout

[Change Password](#) Select Plan:

Company: XYZ Corporation
Vest Date: 01/01/01
User: vic

Sell All 855
Sell Remaining 1237
Total Block Order 2092
Shares Remaining to Sell 2092

| Date | TubaRef# | Shares | Price | Avg Price |
|------|----------|--------|-------|-----------|
|------|----------|--------|-------|-----------|

TubaRef# Shares Price Add Execution

SUBMIT TRADES TO MARKET

FIG. 28

CHECKS AND JOURNALS APPROVAL

Client Company Name. _____

Plan. ESOP

Ticker _____

Security #: _____

Omnibus Acct #: _____

Total
Shares
55,277

Total
Amount
259,852

Total
Tax:
4,575

Total
Proceeds
276,389

Client Company's
summary information

| Employee Name | EID/SSN | Acct | Sale Price | Shares | Amount | Tax | Journal Approval | Proceeds | Payment Type | Check # | Check Approval | Date1 | Date2 |
|---------------|---------|------|------------|--------|--------|-------|------------------|----------|--------------|---------|----------------|----------|----------|
| Smith | 1234567 | 1234 | 20.49 | 12345 | 240648 | 42.98 | A | 250965 | Fed Wire | 0056789 | D | 12/23/00 | 09/25/00 |
| Jones | 8973547 | 4567 | 11.50 | 50000 | 550000 | 56.32 | A | 5750054 | Int'l | 0056735 | D | 08/17/00 | 07/09/00 |
| Parnelli | 1597834 | 7891 | 35.89 | 45800 | 130587 | 75.09 | D | 1584643 | Wire | 0056699 | A | 01/31/00 | 08/23/00 |
| Radski | 2222222 | 2222 | 50.59 | 29000 | 159753 | 12.56 | A | 1759843 | Check | 0056700 | A | 02/14/00 | 06/30/00 |

Approval Click-on-boxes

FIG. 29

Check and Journal Process

Review, Approve Journals, Approve Print, Approve Check Journal and Release to Bank Record

